

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING

DOCKET NO. VGOB 03/04/15-1146

ELECTIONS, UNIT: V-505090

(hereinafter "Subject Drilling Unit")

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on May 29, 2003 and recorded at Instrument No. 200302547, Page 48 in the Office of the Clerk of Circuit Court, Wise County, Virginia on May 30, 2003 (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated June 4, 2003, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated July 25, 2003, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-

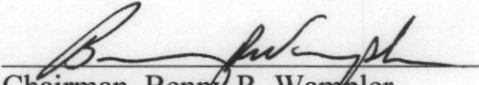
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160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

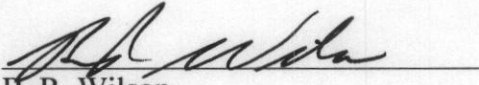
- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person.
 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 6. Effective Date: This Order shall be effective on the date of its execution.

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DONE AND EXECUTED this 31st day of July, 2003 by a majority of the Virginia Gas and Oil Board.

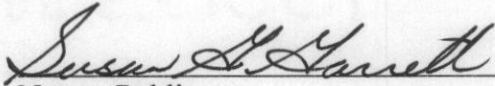

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 12th day of August, 2003 by Order of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

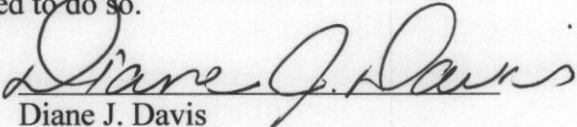
Acknowledged on this 31st day of July, 2003, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: 7-31-06.

STATE OF VIRGINIA)
COUNTY OF WISE)
 |

Acknowledged on this 12th day of August, 2003, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9/30/05.

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VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-505090 VGOB Docket No. VGOB-03/04/15-1146 in the Roberson Magisterial District of Wise County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on May 29, 2003, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on May 30, 2003.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

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6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

NONE

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

NONE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

| Tract | Name | Cash Consideration |
|-------|------------------|------------------------------------|
| 2 | Nina Mullins | $0.1300 \times \$5.00 = \0.65 |
| 3 | Nina Mullins | $3.8400 \times \$5.00 = \19.20 |
| 4 | Nina Mullins | $6.1100 \times \$5.00 = \30.55 |
| 5 | Roy N. Addington | $8.1900 \times \$5.00 = \40.95 |
| 7 | Coy W. Kilgore | $20.1800 \times \$5.00 = \100.90 |

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That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are not required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 25th day of July 2003.

[Signature]
Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 25th day of July 2003.

My commission expires: 7/25/05

Christina Blair
Notary

EXHIBIT "B"
V-505090
VGOB 03/04/15-1146
Supplemental Order

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| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> |
|-----------------------|--|----------------------------------|-------------------------------------|--------------------------------------|-------------------------------------|
| <u>Gas Estate</u> | | | | | |
| 1 | Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24266 | Leased-EPC 241490.01 T-943 | 51.430000% | 57.9700 | 0.06428750 RI |
| | Equitable Production Company | | | | 0.45001250 WI |
| Tract 1 Totals | | | 51.430000% | 57.9700 | 0.51430000 |
| 2 | Nina Mullins, widow 7752 Scott Roberson Road Wise, VA 24293 | Unleased | 0.120000% | 0.1300 | 0.00015000 RI |
| | Equitable Production Company | | | | 0.00105000 WI |
| Tract 2 Totals | | | 0.120000% | 0.1300 | 0.00120000 |
| 3 | Nina Mullins, widow 7752 Scott Roberson Road Wise, VA 24293 | Unleased | 3.410000% | 3.8400 | 0.00426250 RI |
| | Equitable Production Company | | | | 0.02983750 WI |
| Tract 3 Totals | | | 3.410000% | 3.8400 | 0.03410000 |
| 4 | Nina Mullins, widow 7752 Scott Roberson Road Wise, VA 24293 | Unleased | 5.420000% | 6.1100 | 0.00677500 RI |
| | Equitable Production Company | | | | 0.04742500 WI |
| Tract 4 Totals | | | 5.420000% | 6.1100 | 0.05420000 |
| 5 | Roy N. Addington PO Box 215 Pound VA 24279 | Unleased | 7.270000% | 8.1900 | 0.00908750 RI |
| | Equitable Production Company | | | | 0.06361250 WI |
| Tract 5 Totals | | | 7.270000% | 8.1900 | 0.07270000 |
| 6 | Wharton Land and Mineral Company PO Box 450 Wise, VA 24293 | Leased-EPC 904843 | 3.480000% | 3.9200 | 0.00435000 RI |
| | Equitable Production Company | | | | 0.03045000 WI |
| Tract 6 Totals | | | 3.480000% | 3.9200 | 0.03480000 |
| 7 | Coy W. Kilgore and Betty Kilgore, H/W 8131 Hash Hollow Road Wise, VA 24293 | Unleased | 17.910000% | 20.1800 | 0.02238750 RI |
| | Equitable Production Company | | | | 0.15671250 WI |
| Tract 7 Totals | | | 17.910000% | 20.1800 | 0.17910000 |

EXHIBIT "B"
V-505090
VGOB 03/04/15-1146

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Supplemental Order

| <u>TRACT</u> | <u>LESSOR</u> | <u>LEASE STATUS</u> | <u>INTEREST WITHIN UNIT</u> | <u>GROSS ACREAGE IN UNIT</u> | <u>NET REVENUE INTEREST</u> |
|-----------------------|---|---------------------------------------|-------------------------------------|--------------------------------------|-------------------------------------|
| 8 | Ire Kilgore and Arthella Kilgore, H/W 1237 Nassau Street Kingsport, TN 37660 Equitable Production Company | Leased-EPC 904833 | 0.450000% | 0.5100 | 0.00056250 RI 0.00393750 WI |
| Tract 8 Totals | | | 0.450000% | 0.5100 | 0.00450000 |
| 9 | Penn Virginia Oil and Gas Corp. Attn: Tim Lewis 2550 East Stone Drive, Suite 100 Kingsport, TN 37660 Equitable Production Company | Leased-EPC 223096.01 Tract 1030 | 10.510000% | 11.8400 | 0.01313750 RI 0.09196250 WI |
| Tract 9 Totals | | | 10.510000% | 11.8400 | 0.10510000 |
| | | | 100.000000% | 112.6900 | 1.00000000 |

INSTRUMENT #200304061
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
AUGUST 19, 2003 AT 01:46PM
J. JACK KENNEDY, JR., CLERK

BY: 

(DC)

Instrument Control Number

000153 AUG 198

Commonwealth of Virginia

Land Record Instruments

Cover Sheet - Form A

[ILS Cover Sheet Agent Online 1.1.2]

INSTRUMENT #200304061
RECORDED IN THE CLERK'S OFFICE OF
WISE COUNTY ON
AUGUST 19, 2003 AT 01:46PM
J. JACK KENNEDY, JR., CLERK

BY:

[Signature] (DC)

| | | | |
|--|---|--|----------------|
| T A X R E X E M P T | C | Date of Instrument | [08/18/2003] |
| | O | Instrument Type | [ORDER] |
| | P | Number of Parcels | [1] |
| | | Number of Pages | [8] |
| | | City <input type="checkbox"/> County <input checked="" type="checkbox"/> [Wise County] | |

(Box for Deed Stamp Only)

| First and Second Grantors | | | |
|---|------------------------|------------------------------------|--------|
| Last Name | First Name | Middle Name | Suffix |
| <input checked="" type="checkbox"/> [Virginia Gas and Oil Bo] | [] | [] | [] |
| <input type="checkbox"/> [] | [] | [] | [] |
| First and Second Grantees | | | |
| Last Name | First Name | Middle Name | Suffix |
| <input type="checkbox"/> [Mullins] | [Nina] | [] | [] |
| <input type="checkbox"/> [Addington] | [Roy] | [N] | [] |
| Grantee Address (Name) | | [Equitable Production Company] | |
| (Address 1) | | [Cloverleaf Square, Bldg B] | |
| (Address 2) | | [] | |
| (City, State, Zip) | | [Big Stone Gap] [VA] [24219] | |
| Consideration [0.00] | Existing Debt [0.00] | Assumption Balance [0.00] | |

Prior Instr. Recorded at: City ☐ County ☒ [Wise County] Percent in this Juris.(%) [100]

Book [] Page [48] Instr. No [20030]

Parcel Identification No (PIN) [V-505090]

Tax Map Num. (if different than PIN) []

Short Property Description [Pooling Order (Supplemental)]

Current Property Addr.(Address 1) []

(Address 2) []

(City, State, Zip) [] [] []

Instrument Prepared by [Virginia Gas and Oil Board]

Recording Paid for by [Department of Mines, Minerals]

Return Recording to (Name) [Diane Davis]

(Address 1) [P. O. Box 1416]

(Address 2) []

(City, State, Zip) [Abingdon] [VA] [24212]

Customer Case ID [1146] [] [CS]



| | | | |
|--|--|--|--|
| | | | |
|--|--|--|--|

Commonwealth of Virginia
Land Record Instruments
Cover Sheet - Form B

| | | | | |
|---|---|---|--|----------------|
| T | G | C | Date of Instrument | [08/18/2003] |
| A | R | O | Instrument Type | [ORDER] |
| X | A | R | | |
| | N | P | Number of Parcels | [1] |
| E | T | | | |
| X | O | | Number of Pages | [8] |
| E | R | | | |
| M | | | City <input type="checkbox"/> County <input checked="" type="checkbox"/> [Wise County | |
| P | | | | |
| T | | | | |

Grantor

Grantors/Grantees/Parcels Continuation Form B[illegible]

| | | | | | | | |
|--------------------------------------|------|--------------------------|--------|-------------------------------------|-----------|---------------------------|-----|
| Prior Instr. Recorded at: | City | <input type="checkbox"/> | County | <input checked="" type="checkbox"/> | [] | Percent in this Juris.(%) | [] |
| Book | [] | | Page | [] | Instr. No | [] | |
| Parcel Identification No (PIN) | [] | | | | | | |
| Tax Map Num. (if different than PIN) | [] | | | | | | |
| Short Property Description | [] | | | | | | |
| Current Property Addr:(Address 1) | [] | | | | | | |
| (Address 2) | [] | | | | | | |
| (City, State, Zip) | [] | | | | | [] [] [] | |

